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One of the seminal Disney animated feature films; *Fantasia* was released in late 1940 to mixed critical acclaim. The film combined the finest animation techniques with some of the most magnificent music ever composed. It was the ultimate in the visualization of music. Walt Disney said, "In a profession that has been an unending voyage of discovery in the realms of color, sound, and motion, *Fantasia* represents our most exciting adventure. At last, we have found a way to use in our medium the great music of all times and the flood of new ideas which it inspires."

The film itself was the outgrowth of a *Silly Symphonies* short that Disney was planning on doing to reinvigorate the popularity of Mickey Mouse. By the late nineteen-thirties Mickey Mouse was being somewhat eclipsed in popularity and this lush new cartoon was seen as a way to revive his stature. Walt felt that, "Although the *Mickey's (Mickey Mouse Sound Cartoons)* were successful, all of us wanted to do a type of picture that veered away from the out-and-out slapstick. That's the way the *Silly Symphonies* started." But in a departure from the usual *Silly Symphonies* cartoon, Walt selected a piece of music that had a storyline already established. "And the subject matter was always something appealing that would be in line with the music used."

Of course that piece of music was Paul Dukas' *The Sorcerer's Apprentice*, which was widely supported by the Disney story artists and animators. The music was the story of a rebellious apprentice who discovered that he could not handle the powers of his sorcerer mentor. This was a wonderful storyline for Mickey to star in as the apprentice, plus, it offered a rich musical tableau for the animators to have fun with.

Once the studio had secured the rights to the music, Walt Disney began thinking about using an established conductor to add a level of prestige and notoriety to the new short. Walt was always interested in other artists of the day and visited with many including Norman Rockwell, Oskar Fischinger, George Biddle, Thomas Hart Benton, Ernest Fiene and Grant Wood, among others. One well-known musical talent that Walt considered was Leopold Stokowski, the acclaimed conductor of the Philadelphia Orchestra. Stokowski recalled, "I first met Walt Disney in a restaurant. I was alone having dinner at a table near him, and he called across to me, 'Why don't we sit together?" This took place at the famed Chasen's Restaurant in Beverly Hills, and Walt proceeded to tell Stokowski about his interest in doing a Mickey short to Dukas' *The Sorcerer's Apprentice*. Walt was thrilled with the idea of working with Stokowski on the short saying, "I am greatly enthused over the idea and believe that the union of Stokowski and his music, together with the best of our medium, would be the means of a great success and should lead to a new style of motion picture presentation. Through this combined medium, we could do things that would be impossible through any other form of motion picture now available."

During additional discussions with Stokowski it came to light that he had a number of interesting ideas involving instrumental coloring that lent itself to the animation medium. Stokowski also had done much experimentation already with new techniques in sound recording for motion pictures. It proved to be an excellent partnership.

Production on *The Sorcerer's Apprentice* short progressed quickly with the story artists and animators beginning work in late 1937. Because there was no dialogue or sound effects the artists were instructed that the short was dependent entirely on "pantomime and the descriptive music." The costs of the film escalated quickly and by the time it was completed in 1938, the budget for the short swelled nearly four times that of a regular *Silly Symphony*. Walt and his brother, Roy O. Disney, realized that they would never recover their costs if the film was released as a short as originally planned.

That's when the idea of doing a feature-length film was born. Ben Sharpsteen, the production supervisor, later recalled, "Quality came first in Walt's opinion; box-office will follow quality. This was the birth of a new concept, a group of separate numbers—regardless of their running time—put together in a single presentation. It turned out to be a concert—something novel and of high quality." And with that Walt asked Stokowski to come back to the studio and help select the additional musical pieces that would fill out the new feature film.

Disney also invited Deems Taylor, a well-regarded music critic and composer of the time, to join him and Stokowski in the selection of the additional music for the film. With that the laborious process of selection and program order began. The process included listening to hundreds of recordings of classical works, studying them and discussing them before the final eight compositions were chosen. The final selections were: Bach's *Toccata and Fugue in D Minor*, Tchaikovsky's *The Nutcraker Suite*, Stravinsky's *Rite of Spring*, Beethoven's *Pastoral Symphony*, Ponchielli's *The Dance of the Hours*, Moussorgsky's *A Night on Bald Mountain*, Schubert's *Ave Maria* and Dukas' *The Sorcerer's Apprentice*.

There was a ninth piece that was selected, *Clair de Lune* by Claude Debussy, which was put into production with the idea that it would not be "too much about the animation" but be more about the background art. The piece of music is a beautiful, languid moment like a palette cleanse after the second course of a fine meal. Walt was looking at this four-minute segment as a "contrast to what we have before and after it." *Clair de Lune* was eventually cut from the program lineup but the visual elements created for the story reels would ultimately be used in the *Blue Bayou* sequence for the 1946 packaged feature *Make Mine Music*. As a bonus track, we have included the original Stowkowski recording of *Clair de Lune* in Fantasound.

The film was referred to around the studio as "The Concert Feature" and the artists assigned to the various segments were busy getting to know each composition intimately. Walt Disney believed that for every striking musical composition there is an equally beautiful picture. It was the job of the artists to visualize that inner beauty of each musical composition and discover the visuals that would accompany each selection.

Meanwhile, a crew of sound engineers and studio musicians were sent to Philadelphia to record the internationally renowned Philadelphia Orchestra. The one hundred and three musician orchestra used thirty-three microphones to record the music onto nine separate tracks for the new feature film. Of the nine tracks, seven captured the sound of various groups of instruments such as the brass, woodwinds and strings; one microphone recorded the entire orchestra and one microphone was used to create a "click track" that the animators would use for creating the animation to the tempo of the music. A click track is simply a series of audible sounds that denote the beats of a musical composition. It is similar to the sound of a metronome. Those beats would be marked onto an exposure sheet that the animators would use in creating the animation action so that it was in sync with the music.

The orchestra recorded approximately 483,000 feet of sound in a marathon forty-two days on the stage at the Philadelphia Academy of Music. The film team would condense all the tracks down to roughly 18,000 feet of music on four tracks to be used in the final film.

While the recording process in Philadelphia was underway, the stories were being developed, animation was in production and a team of Disney technicians and sound engineers along with R.C.A. engineers were busy inventing a new sound system. They spent nearly two

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years trying to perfect a new type of sound reproduction that would showcase every note of each of the scores in its best possible way. Walt felt that the conventional movie theater sound of the day that used one speaker behind the screen was too tinny and inadequate to fully represent the lush richness audiences experience in a concert hall orchestral presentation. "We wanted to reproduce such beautiful masterpieces as Schubert's *Ave Maria* and Beethoven's Sixth Symphony so that audiences would feel as though they were standing at the podium with Stokowski," he said.

Walt Disney Animation Studios has always been on the leading edge of technology with new technological advances and breakthroughs on a regular basis. The idea of this new sound system originated with Walt's efforts to give audiences a new thrill or something that has never been done before that would enhance the film going experience. It was a departure from the single speaker behind the screen and would incorporate a series of speakers that surround the theater audience spreading the sound throughout the entire theater; surround sound. This was similar to a stereophonic sound technique that Stokowski experimented with in the early 1930s.

Walt was also interested in having "a projector that would project all around the theatre." He wanted to have the broom shadows in *The Sorcerer's Apprentice* come "marching down each side of the theatre." Disney's dream of wide-screen film presentations, which predates CinemaScope by years, proved to be economically unfeasible at the time. But work did continue on the first use of a stereophonic sound system that would become known as Fantasound. Theatres would have to be specially equipped with this groundbreaking sound system, necessitating a "road-show" distribution of the new concert film. A "road-show" presentation was basically a small number of theaters across the country, specially equipped with the Fantasound system, screening the film for extended engagements.

The film was in production for nearly three years and took almost a thousand people to make. More than sixty animators were used, being guided by eleven directors in total. The backgrounds in the film were the result of some twenty painters. The film required the talents of story artists, character designers, special effects animators and an army of ink and painters to complete. When the production was completed more than a million separate drawings were used to complete the new film.

Towards the end of production Walt held a contest with studio staff to come up with a title for "The Concert Film" and more than two thousand suggestions were submitted. It was Stokowski who had described the film as a "fantasia" which is a musical composition that does not follow a traditional form. Walt knew that his search for an appropriate title was over as the word suggested fantasy and was also a musical term meaning a collection of familiar tunes.

It should be noted that aside from Ben Sharpsteen providing production supervision for the entire film, the legendary story team of Joe Grant and Dick Huemer handled the overall story direction for the *Fantasia* film. The musical direction was by Edward H. Plumb with musical editing by Stephen Csillag. Recordings were by William E. Garity, C.O. Slyfield, and J.N.A. Hawkins.

The following are production notes for each of the sequences with additional information about various aspects of those segments. Where possible, credits have been added and various artists have been cited for notable contributions to the individual pieces.

Toccata and Fugue by Johann Sebastian Bach
Toccata and Fugue in D Minor by Johann Sebastian Bach (1685-1750) was composed in Asnstadt, Germany, sometime between 1703 and 1717. Of all the numbers in *Fantasia*, *Toccata and Fugue* presented the greatest challenges to the Disney artists. The piece was a composition that that had no real title beyond a descriptive one; the music did not evoke any definite images nor suggested any action and told no story. It was an abstract piece of music and the artists decided on a simple solution, let it be projected on the screen as abstract images. Walt Disney recalled, "The abstractions were no sudden idea. Rather they were something we had mused along for several years but we never had a chance to try, due to the fact that the type of pictures being made up to that time did not allow us to incorporate any of this type of material in them."

Early designs for the segment were done by Cy Young, a highly skilled effects animator. His early designs were influenced by the patterns that can be seen on optical sound tracks on the edge of film. Walt then hired Oskar Fischinger, a German abstractionist filmmaker, to work with Young in further developing the look for the segment. Walt ultimately rejected what Oskar Fischinger developed calling it too "dinky." Fischinger was not used to working in a collaborative studio environment and left in apparent despair before the piece was completed in 1939.

The fugue begins with images that become less and less concrete. Are those violin bows flitting like swallows across the screen? They move like circles, then divide and cross as the voices of the orchestra cross in unison with them. Now heavy cloud forms drift across the screen, and strange, vaporous shapes that wind and undulate like skywriting. These become a curious, rippling mass that might be a brook or a sand dune in motion. The theme is announced. Something like a comet flashes across the ripples. The answer. Another comet streaks past, in the opposite direction. Slowly the cloud masses gather into what might be a huge set of organ pipes. The fugue reaches its peroration. With the last gigantic organ like cords, the clouds dissolve into a blaze of light, against which stands the tense, vibrant silhouette of the conductor.

Samuel Armstrong directed the segment and story development was by Lee Blair, Elmer Plummer and Phil Dike. Robert Cormack is credited with art direction while Joe Stahley, John Hench, and Nino Carbe crafted the background paintings. The animation was done by veteran effects animators Cy Young, Daniel MacManus, George Rowley and Joshua Meador as well as animators Edwin Aardal and Cornett Wood.

The Nutcracker Suite by Piotr Ilich Tchaikovsky
The full-length ballet *The Nutcracker* by Piotr Ilich Tchaikovsky (1840-1893) was composed for the St. Petersburg Opera House, where it was first performed in December 1892. In the *Fantasia* version, you will find no nutcracker, the first two movements have been omitted and the original order of the movements have been altered. In devising the animated screen pictures to go with this music, Walt Disney and his staff envisioned the suite as a ballet of nature, six scenes, danced by plants and flowers.

Dance of the Sugar Plum Fairy
It is morning and the fairies; tiny, perfect creatures with gauzy wings carry wands and glowing like fireflies, flit over flowers, touching them with their wands. As they do so, the petals suddenly sparkle with dew.

Chinese Dance
A group of mushrooms shake vigorously, throwing off the dew. As they do so, they become little mandarins, dressed in long robes and wearing coolie hats. The smallest of the lot has a tin ear for music, for try as he will, he has little or no success in keeping step. The mushroom characters were designed by Elmer Plummer.

Dance of the Reed Flutes
Blossoms drift down upon the surface of the brook. As they touch the water, their petals flatten and slowly curve backward until completely inverted, they are revealed as a troupe of tiny ballerinas with long trailing skirts.

Arabian Dance
We are in the depths of the stream now in a forest of water plants, gracefully undulating in the current. As the scene grows lighter, we see some beautiful goldfish in a graceful languid dance.

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Russian Dance

We see a thistle, or is it a Cossack complete with a belted blouse, tall hats and boots? His companions leap to join him. A group of lovely peasant girls enters in quaint headdresses and bulging skirts—or are they orchids?

Waltz of the Flowers

The autumn fairies are flitting among the trees. Whenever one of them touches a leaf, it changes color. The fairies fly down among the milkweed pods and as they touch them, out float the silky milkweed seeds, each one a small ballerina in a bouffant skirt, her lack her smooth and sleek. Now the frost fairies appear; then the snow begins to fall—the flakes grow larger and larger until we see the incredible jewel pattern of the crystals.

The Nutcracker Suite was directed by Samuel Armstrong with story development by Sylvia Mobely-Holland, Norman Wright, Albert Heath, Bianca Majolie and Graham Heid. The art direction is credited to Robert Cormack, Al Zinnen, Curtiss D. Perkins, Arthur Byram and Bruce Bushman while the background paintings were by John Hench, Ethel Kulsar and Nino Carbe. The animation was done by Art Babbitt, Les Clark, Don Lusk, Cy Young and Robert Stokes.

The Sorcerer's Apprentice by Paul Dukas

The Sorcerer's Apprentice is a scherzo for orchestra by Paul Dukas (1865-1935) based on Goethe's ballad "The Apprentice Magician." A scherzo is a lively musical composition that is typically a movement within a symphony. It was first performed in Paris in 1897 at a concert of the Société Nationale de Musique, with the composer conducting.

As mentioned earlier, *Fantasia* really began with this piece of music as a staring vehicle for Mickey Mouse. The Paul Dukas composition offered itself as the ideal medium; it was an enchanting piece of music written around a story that provided comedy and thrills alike.

Most critics agree that as an actor, Mickey Mouse has never surpassed his superlative performance as the apprentice in the Dukas classic. His offhand power as he directs the stars in the firmament, his dashing change of pace as he attempts to destroy the renegade broom, his frantic underwater search for the sorcerer's magical antidote to thousands of brooms and buckets of water, and his final cheerful acceptance of the sorcerer's punishment, the broom-whack that made him, for a moment, fly; all stand as stellar examples of the ancient dramatic art.

James Algar directed the segment with story development by Perc Pearce and Carl Fallberg. The art direction was by Tom Codrick, Charles Philippi, and Zach Schwartz with backgrounds by Claude Coates, Stan Spohn, Albert Dempster, and Eric Hansen. Fred Moore and Vladimir "Bill" Tytla supervised the animation. Fred Moore was responsible for redesigning Mickey Mouse for *The Sorcerer's Apprentice*. He gave Mickey's eyes pupils for the first time to make him more expressive since the entire short was going to be done without dialogue and only pantomime. Bill Tytlar was largely responsible for all the animation of the sorcerer Yen Sid (Disney backwards). Additional animation was done by Les Clark, Riley Thmpson, Marvin Woodward, Preston Blair, Edward Love, Cornett Wood and effects animation by Ugo D'Orsi and George Rowley.

Rite of Spring by Igor Stravinsky

Sacre du Printemps, *Rite of Spring* is a choreographic tableau by Igor Stravinsky (1882-1971), which was composed in 1912. Its first performance was by Sergei Diaghileff's Russian Ballet at the Théâtre des Champs-Élysées, in Paris, 1913. The stage action presented scenes from life in prehistoric Russia. But the composer, himself, has never considered this to be the only interpretation of the work. "The pretext of the prehistoric birth of spring," he has written, "suggested to me the construction of the work…The pretext I chose is only a pretext, like the painter's pretext for painting…The *Rite* exists as a piece of music first and last."

Walt Disney and his co-workers considered that Stravinsky's savage elements and brutally magnificent music seemed to suggest a struggle far too gigantic to be expressed in merely human terms; rather it was more drama of the earth, itself.

This is a drama that begins in an era inconceivably remote from our times, when some awful explosion on the surface of the sun flung out into space a mass of whirling white-hot gases. As the eons went by, the mass began to condense to form a more or less solid ball, then the surface became a hell of boiling seas, scalding fog, smoking mud flats and blasting volcanoes. Then, somehow, mysteriously, life began, probably beneath the sea; first one-celled creatures then hydras, annelid worms, jellyfish, trilobites, and finally, fish like we know today. Then lungfish developed, capable of remaining alive with their heads out of water, followed by true amphibians.

Then began a period when our world was inhabited by a multitude of living nightmares—the dinosaurs. These tremendous creatures ruled the world for ages. And then something happened; perhaps a terrific heat wave. The heat below matched the heat above. Earthquakes opened huge crevices; subterranean volcanoes burst to the surface of the oceans, creating gigantic tidal waves that engulfed the few survivors. It was as though nature had resolved to destroy all that she had created and to make a fresh start. Once again, as in the beginning, the sea became the custodian of life on earth.

Bill Roberts and Paul Satterfield directed this sequence, with story development and research by William Martin, Leo Thiele, Robert Sterner and John Fraser McLeish. The art direction was by McLaren Stewart, Dick Kelsey, and John Hubley with backgrounds by Ed Starr, Brice Mack, and Edward Levitt. The animation supervision is credited to Wolfgang "Woolie" Reitherman and Joshua Meador. Woolie was one of Walt's "Nine Old Men" and animated the climatic dinosaur fight in this segment. Joshua Meador was a preeminent effects artist who shaped the early effects department at the Disney Studios. Animation credit goes to Philip Duncan, John McManus, Paul Busch, Art Palmer, Don Tobin, Edwin Aardal, and Paul B. Kossoff. It should be noted as well that Gail Papineau and Leonard Pickley did the special camera effects that were used to create some of the spectacular imagery in this sequence.

The Pastoral Symphony by Ludwig van Beethoven

The Sixth Symphony (in five movements) of Ludwig van Beethoven (1770-1827) was composed during the period from 1806 to 1808 and was first performed in Vienna the latter year.

The Disney artists selected a truly classic setting for Beethoven's music, the beautiful slopes of Mount Olympus; the traditional abode of the Grecian Gods. There, before our very eyes, we see mythological creatures; mischievous fauns, baby unicorns, winged horses, the magnificent black Pegasus, his snow-white mate, and a tiny black colt. The little black colt gallops bravely enough, but keeps forgetting to use his wings, and finally falls headlong into a bed of flowers. Soon we see Cupid, attended by a crowd of his fellows. Instantly, the small gods of love set to work, adorning some lovely centaurettes with garlands, and just in time, for they are soon joined by a group of magnificent centaurs.

Then, to a fresh outburst of music, a gay procession enters the glade. It is Bacchus, the god of wine himself… a fat and merry fellow astride a mulicorn, Jacchus by name. Centaurs, centaurettes, fauns, and cupids all dance and sing while Bacchus continuously refreshes himself, with new wine from the press. The revels are interrupted, as the sky darkens and rain begins to fall. High above, reclining on a cloud is Zeus, himself. He takes careful aim and tosses lightning bolts downwards. One after another, they fall

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just behind Bacchus. But Zeus soon tires of the sport and lies down in the cloud, folding it around him like a blanket.

The rain ceases, the wind dies down, and Iris floats across the sky, weaving her rainbow behind her. The high overhead, dazzling in the sky, comes Apollo, riding his golden chariot and driving three great horses. As the sun disappears, the air grows cooler and the shadow of Morpheus, the god of sleep, falls upon us, turning the twilight into darkness. Pale in the blue sky shines the slender sickle of the new moon. Diana grasps the young moon as if it was a bow and launches an arrow of fire, which bursts into glittering cloud of stars. Night has fallen on Mount Olympus.

The *Pastoral Symphony* was directed by Hamilton Luske, Jim Handley and Ford Beebe with story development by Otto Englander, Webb Smith, Erdman Penner, Joseph Sabo, Bill Peet and George Stallings. The character designs were created by James Bodrero, John P. Miller and Lorna S. Soderstrom. Art Direction was by Hugh Hennesy, Kenneth Anderson, J. Gordon Legg, Herbert Ryman, Yale Gracey and Lance Nolley with background paintings by Claude Coates, Ray Huffine, W. Richard Anthony, Arthur Riley, Gerald Nevius, and Roy Forkum. The animation supervision was by some of the top animators of the day including Fred Moore, Ward Kimball, Eric Larsen, Art Babbitt, Ollie Johnston, and Don Towsley with animation by Berny Wolf, Jack Cambell, Jack Bradbury, James Moore, Milt Neil, Bill Justice, John Elliotte, Walt Kelly, Don Luske, Lynn Karp, Murray McClellan, Robert W. Youngquist and Harry Hamsel.

Dance of the Hours by Amilcare Ponchielli

Dance of the Hours is a ballet from the opera "La Gioconda" (The Smiling One), by Amilcare Ponchielli (1834-1886), which was first performed at La Scala Opera House in Milan, in April, 1876.

In *Fantasia*, this familiar music becomes a ballet like none other ever seen before of since. This music expresses a pageant of the hours of the day, and thus, as the curtains open, we see it is early morning in the formal garden of the palace of the Duke of Alvise. Something fluffy and pink is lying at the top of the marble steps. It moves. It unfolds, and we see it is an ostrich. She arises, and with excruciating grace pirouettes over to other ostriches which are lying around, and awakens them. The ensemble dances to a pool, consuming breakfast on the way (bananas and pineapples, whole).

From the pool, like Venus emerging from the sea, comes the premiere danseuse - a hippopotamus. Her ladies in waiting, other hippos, tiptoe to her and assist in her morning toilette with perfume and powder. After adjusting her ballet skirt of sheerest silk, she dances an intricate routine with her ladies, and finally, exhausted, sinks to slumber on a couch.

Elephants then appear, attired in delicate tones of evening. They go to the pool and blow bubbles, and gaily, even giddily, dance, until suddenly dark shadows fall, the wind rises, and they flee in disorder.

In black capes lined with red, and black leotards, the alligators appear. It is night. The lead 'gator makes a late entrance, but quickly recovers. He awakens the hippo ballerina, and they dance an adagio crowned with a big finale and smash finish.

Dance of the Hours was directed by T. Hee and Norm Ferguson. T. Hee was a noted animator and caricature artists. He was also a co-founder of the Character Animation Program at CalArts along with Jack Hannah, Bob McCray, Elmer Plummer and others. Norm Ferguson is widely known for his animation of Pluto and the development of the Disney house style of the 1930s. Although he had no formal art training, he rose through the animation ranks on shorts like *Playful Pluto* (1934), *Orphan's Benefit* (1934), *Alpine Climbers* (1936), and *Pluto's Quin-puplets* (1937) before being the lead animator of the Witch in *Snow White and the Seven Dwarfs* (1939). The character designs for *Dance of the Hours* were created by Martin Provensen, James Bodrero, Duke Russel and Earl Hurd. The art direction was by Ken O'Connor, Harold Doughty, and Ernest Nordli with background paintings by Albert Dempster and Charles Connor. Norm Ferguson, aside from co-directing the sequence, was also the animation supervisor with animation by John Lounsbery, Howard Swift, Preston Blair, Hugh Fraser, Harvey Toombs, Norman Tate, Hicks Lokey, Art Elliott, Grant Simmons, Ray Patterson and Franklin Grundeen.

A Night on Bald Mountain by Modeste Moussorgsky

This tone poem by Modeste Moussorgsky (1839-1881) was first sketched in 1860 for solo piano with orchestra, and then rewritten in 1868, 1871, and 1875. A tone poem is simply a piece of orchestral music in a single continuous section or movement which evokes the images of a poem, a painting, or some other non-musical element; it is music that easily allows for the visualization of images to the music. According to some sources the tone poem, also known as symphonic poem, is in some regards related to opera without the lyrics.

A Night on Bald Mountain was never performed during the composer's lifetime. However, in 1882, Moussorgsky's friend, Rimsky-Korsakov revised and orchestrated *A Night on Bald Mountain*, and was it finally and successfully performed in St. Petersburg in 1886 with Rimsky-Korsakov conducting.

The conception of a world plagued by a host of demons, witches, and other evil spirits, against whom mankind must struggle constantly, and who must be placated at every opportunity, is older than history itself. In more recent times, the belief prevailed that on one night of the year, all spirits, good and bad, were free to roam the earth unmolested. Even today, there are remnants of these medieval superstitions in our Halloween parties.

Walpurgis Night, the Witches' Sabbath, the Black Mass and the Halloween revel have always intrigued composers of music, especially those with a flair for the theatre. Perhaps the most effective of all such attempts to capture gruesome excitement of such a scene is Moussorgsky's *A Night on Bald Mountain*. (In Russia, Satan's playground has been identified very definitely as Bald Mountain, or Mount Triglaf, an eminence near Kiev in Southern Russia).

In this section of *Fantasia*, it may be that the Disney artists have come closer than any other, to picturing just what was in the mind's eye of the composer. For the pattern of the Witches' Sabbath is there; first the gathering of the evil spirits, the witches, demons, vampires, and the skeletons of those not buried in consecrated ground. Add to this group the appearance of Chernabog, lord of evil and of death, out of the top of Bald Mountain, itself. The revelers continue their frenzied dances until the evil one, tiring of the sport, condemns the fiends, by giant handfuls, to the fiery pit.

Wilfred Jackson, an established shorts director, directed this sequence. He was best known for directing many *Mickey Mouse* and *Silly Symphony* cartoon shorts throughout the 1930s. Jackson went on to be a sequence director on *Song of the South* (1946), *Melody Time* (1948), *Cinderella* (1950), *Alice in Wonderland* (1951), *Peter Pan* (1953) and *Lady and the Tramp* (1955).

Story development was by Campbell Grant, Arthur Heinemann and Phil Dike. Art direction was by Kay Nielsen, Terrell Stapp, Charles Payzant and Thor Putnam with backgrounds by Merle Cox, Ray Lockrem, Robert Storms and W. Richard Anthony.

Animation supervision was by Vladimir "Bill" Tytla who originally animated the sorcerer Yen Sid, in *The Sorcerer's Apprentice* when it started out as a short. However he is best known for his animation of Chernabog, the Black God, in this segment. Tytla used a Disney colleague, Wilfred Jackson, as the live action reference for the action of Chernabog. Additional animation is credited to John McManus, William N. Shull,

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Robert W. Carlson, Lester Novros and Don Patterson.

There was a tremendous amount of effects animation in *A Night on Bald Mountain* by Joshua Meador, Miles E. Pike, John F. Reed and Daniel MacManus, with special camera effects by Gail Papineau and Leonard Pickley.

Ave Maria by Franz Schubert
The music of this famous song is by Franz Schubert (1797-1828). The German text was translated from Sir Walter Scott's "The Lady of the Lake." Rachel Field wrote the English text especially for *Fantasia*. The song is not, as many assume, an orthodox *Ave Maria*, since it is a setting, not of traditional Latin words, but instead of a poem that is secular, in form, if not in mood.

In *Fantasia*, *A Night on Bald Mountain* blends without a pause into *Ave Maria,* in a version for chorus and orchestra. This may seem out of place, since the basic mood of the two selections are so different, it nevertheless is amazingly successful. *A Night on Bald Mountain* ends on a calm note, the same musical note that *Ave Maria* begins on; the two sequences blend together effortlessly and required no bridge music or an interstitial. The bells heralding the morning, in *A Night on Bald Mountain,* seem clearly to be the same as those calling the faithful to worship.

We see the Bald Mountain, now wrapped in drifting mist, through which we perceive dim and flickering lights. It is a vast host of worshipers, each carrying a lighted taper. Slowly the procession advances, across the meadows and over a bridge. Finally, we enter a vast forest, and the branches of its trees interlace in the likeness of gothic arches. Soon we emerge into a blaze of morning light. Once again, the powers of life and hope have triumphed over the hosts of death and despair.

The lead artistic team that worked on *A Night on Bald Mountain* also created this *Ave Maria* sequence. In addition, Charles Henderson directed the *Ave Maria* chorus with Julietta Novis as the soloist.

Fantasia premiered on Wednesday, November 13, 1940, at the Broadway Theater in New York City. Walt had leased the theater for a year and had his technicians install the Fantasound system that took a full week. The presentation of *Fantasia* required advance ticket purchases and the demand was so great that additional staff was added to handle the volume. *Fantasia* ran at the Broadway Theatre for fifty-seven weeks until February 28, 1942. It was the longest continuous run of a movie at that time. In all, *Fantasia* would run in a total of thirteen theatres including a thirty-nine week run at the Carthay Circle Theatre in Los Angeles. The film also ran in Pittsburgh, Cleveland, San Francisco, Boston, Chicago, Philadelphia, Detroit, Buffalo, Minneapolis, Washington DC and Baltimore.

Walt Disney, in talking to his staff commented, "Of course we were taking a chance with this, but I don't feel scared about it. We've tied seven or eight shorts together and it's too much, we know that. And this [*Ave Maria*] definitely has an effect—you can't definitely tell until you've put it in there, but I think it has the right effect." But Walt was taking a chance, not just on *Ave Maria* but on the whole of *Fantasia* because such a concert film had never been done before. He had hoped that film would run for years and "perhaps even after I'm gone." It has in fact endured and grown even more popular and revered as a pinnacle achievement in the art of Disney animation. *Fantasia's* underlying theme of hope continues to resonant from generation to generation and is a timeless testament to the enduring legacy of quality that has become a hallmark of all that is Disney!

Also included on this new CD release of the *Fantasia* music tracks is "The Sorcerer's Apprentice" read by Sterling Holloway. This was originally on the B-side of the Disney *Peter and the Wolf* album from 1963. Holloway has a very distinctive voice and can be heard as the Stork in *Dumbo*, the Cheshire Cat in *Alice in Wonderland*, Kaa in *The Jungle Book* and of course the loveable character *Winnie the Pooh** in the early Pooh films. An interesting note here is that the script for this reading was written by Roy Edward Disney who also supervised a reading of it by Pat Carroll for a Read-A-Long *Fantasia/2000* album; she also read Noah's Ark for the *Pomp and Circumstance* segment in that film as well. The Holloway reading though is a lovely version that has that wonderful Disney charm.

I hope that you enjoy listening to this *Walt Disney Records The Legacy Collection: Fantasia* as much as I have enjoyed putting together these liner notes.

Dave Bossert
Producer/Creative Director
Walt Disney Animation Studios

*Based on the "Winnie the Pooh" works by A. A. Milne and E. H. Shepard
Sources referenced include the "Fantasia Production Notes," Disney Archives, and the Walt Disney Animation Studios Animation Research Library

SOUNDTRACK CREDITS

Discs One and Two
Sound Restoration by Terry Porter
Mixing Engineer: Mel Metcalfe
Additional Restoration by Jeff Sheridan
Bonus Material Restoration Producer Randy Thornton

Discs Three and Four
Produced by Irwin Kostal
Bonus Material Restoration Producer Randy Thornton

The Legacy Collection Fantasia Compiled by Randy Thornton
The Legacy Collection Fantasia Mastered by Jeff Sheridan

Liner Notes by Dave Bossert

Creative Direction: Dave Snow and Steve Gerdes
Package Design: Steve Gerdes
Original Paintings and Illustrations: Lorelay Bové

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DISC ONE

ORIGINAL LEOPOLD STOKOWSKI SOUNDTRACK

Performed by the Philadelphia Orchestra

1. TOCCATA AND FUGUE IN D MINOR, BWV 565
Johann Sebastian Bach

THE NUTCRACKER SUITE, OP. 71A
Peter Ilich Tchaikovsky

2. DANCE OF THE SUGAR PLUM FAIRY
3. CHINESE DANCE
4. DANCE OF THE REED FLUTES
5. ARABIAN DANCE
6. RUSSIAN DANCE
7. WALTZ OF THE FLOWERS
8. THE SORCERER'S APPRENTICE
Paul Dukas

9. RITE OF SPRING
Igor Stravinsky

DISC TWO

ORIGINAL LEOPOLD STOKOWSKI SOUNDTRACK

Performed by the Philadelphia Orchestra

SYMPHONY NO. 6 ("PASTORAL"), OP. 68
Ludwig van Beethoven

1. I ALLEGRO MA NON TROPPO
2. II ANDANTE MOLTO MOSSO
3. III ALLEGRO
IV ALLEGRO
V ALLEGRETTO

4. DANCE OF THE HOURS FROM THE OPERA "LA GIOCONDA"
Amilcare Ponchielli

5. A NIGHT ON BALD MOUNTAIN
Modeste Moussorgsky

6. AVE MARIA, OP. 52 NO. 6
Franz Schubert

BONUS TRACKS

7. THE SORCERER'S APPRENTICE
Read by Sterling Holloway

8. CLAIR DE LUNE ("MOONLIGHT") FROM "SUITE BERGAMASQUE" (CD 82/3)
Claude Debussy

DISC THREE

IRWIN KOSTAL DIGITAL RE-RECORDING

Performed by the Disney Studio Orchestra and Chorus

1. TOCCATA AND FUGUE IN D MINOR, BWV 565
Johann Sebastian Bach

THE NUTCRACKER SUITE, OP. 71A
Peter Ilich Tchaikovsky

2. DANCE OF THE SUGAR PLUM FAIRY
3. CHINESE DANCE
4. DANCE OF THE REED FLUTES
5. ARABIAN DANCE
6. RUSSIAN DANCE
7. WALTZ OF THE FLOWERS
8. THE SORCERER'S APPRENTICE
Paul Dukas

9. RITE OF SPRING
Igor Stravinsky

DISC FOUR

IRWIN KOSTAL DIGITAL RE-RECORDING

Performed by the Disney Studio Orchestra and Chorus

SYMPHONY NO. 6 ("PASTORAL"), OP. 68
Ludwig Van Beethoven

1. I ALLEGRO MA NON TROPPO
2. II ANDANTE MOLTO MOSSO
3. III ALLEGRO
IV ALLEGRO
V ALLEGRETTO

4. DANCE OF THE HOURS FROM THE OPERA "LA GIOCONDA"
Amilcare Ponchielli

5. A NIGHT ON BALD MOUNTAIN
Modeste Moussorgsky

6. AVE MARIA, OP. 52 NO. 6
Franz Schubert

BONUS TRACK

7. PETER AND THE WOLF
Read by Sterling Holloway

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Fantasia is about the visualization of music. It is about linking evocative images with the emotion of a great piece of music. The images on this and the next page are visual development art for the live action interstitials and the opening sequence featuring *Toccata and Fugue in D Minor* as well as an image from the soundtrack intermission footage. The opening to the *Toccata and Fugue* sequence is an abstract piece inspired, in part, and worked on, by Oskar Fischinger the German abstract filmmaker. Effects Animator Cy Young, who had previous experience with abstract animation, headed the effort to create this sequence.

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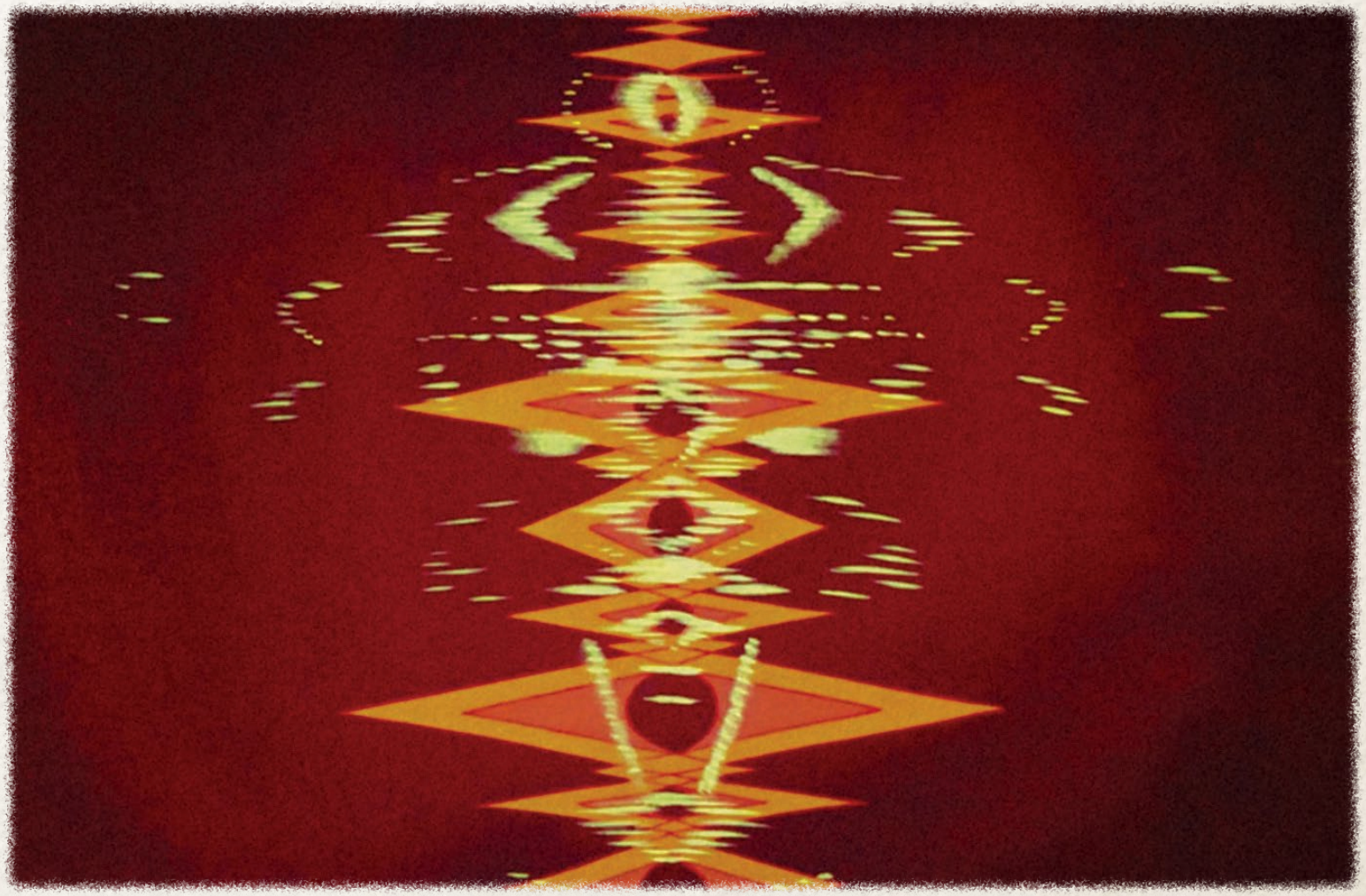

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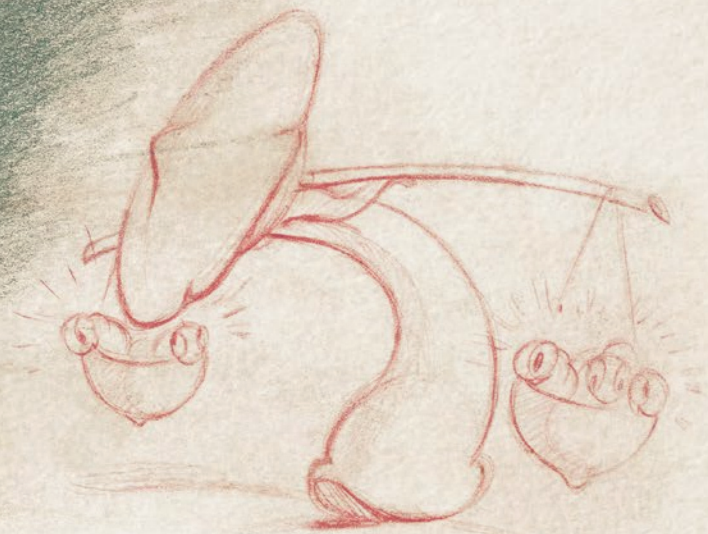

Walt Disney explained *The Nutcracker Suite* this way, "The principal object of any of the fine arts is to arouse a purely emotional reaction in the beholder. This type of cartoon did not rely upon telling a story, but rather it attempted to create an emotional response in the audience by using form and color in motion to interpret fine music." On this and the following page is a series of visual development art from that sequence which takes the viewer through the four seasons of the year. Dancing Mushrooms, Russian Cossack thistles and Frost Fairies were created to help represent the splendor of nature.

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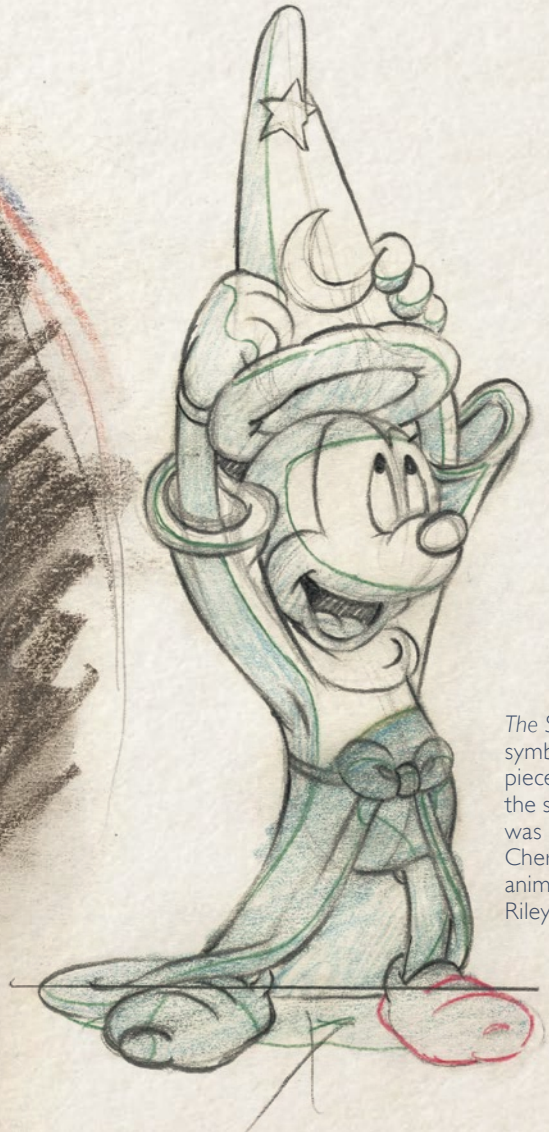

The Sorcerer's Apprentice is the ubiquitous symbol of *Fantasia*. Here is a visual development piece of the sorcerer by Joe Grant. Much of the sorcerer's animation was by Bill Tytla, who was best known for his powerful animation of Chernabog in *A Night on Bald Mountain*. The animation drawing of Mickey is by animator Riley Thomson.

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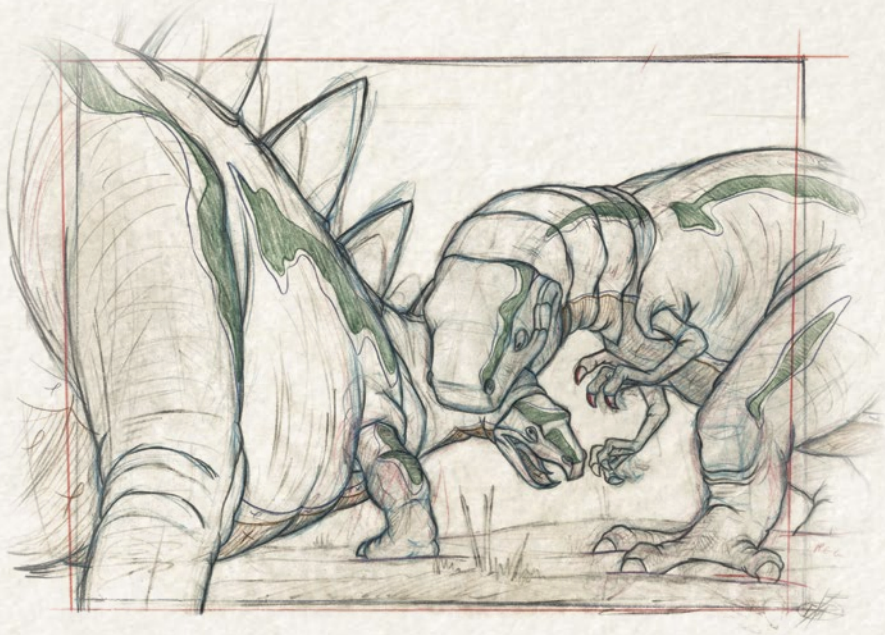

Rite of Spring was Walt Disney's representation of how life on Earth was sparked. The earthquakes, belching volcanoes and scalding lava flows make way for the start of life in the sea, which eventually evolved into land-roaming dinosaurs. The animation drawing (above left) is from the dramatic dinosaur fight by Wolfgang "Woolie" Reitherman, one of Disney's famed "Nine Old Men." The two other images are visual development drawings by unknown studio artists.

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The beautifully rendered visual development image to the left is of Hyacinth, the prima ballerina hippo from *Dance of the Hours*. Walt Disney remarked in a story meeting, "Let's take these animals, screwy as they are, and stage this all as a legitimate, and done as a perfect ballet." The gags and pratfalls would come naturally later.

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The Pastoral Symphony images depicted here are attributed to unknown studio artists. A female centaur from the *Scene by the Brook* section, several piping Fauns and Bacchus the god of wine being tossed by the crashing of a lightning bolt from Zeus.

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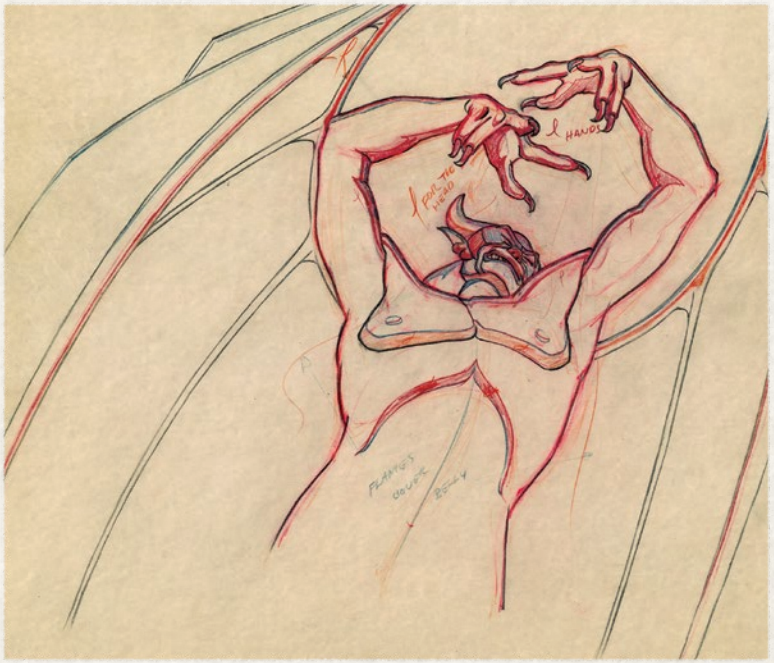

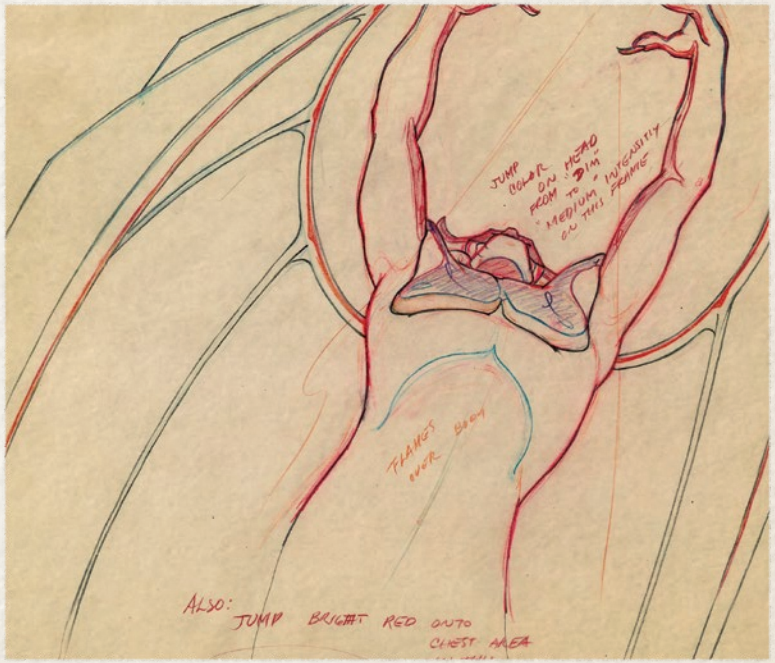

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On the previous page, *A Night on Bald Mountain* depicts Chernabog, lord of evil and death, rising out of the top of Bald Mountain. The image top right is by Kay Nielsen who created the model sheet for the character. Several other visual development pieces feature demons and ghosts. The series of images on the left are of the powerful Chernabog by Vladimir "Bill" Tytla.

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The visual development sketch on the previous page presents somber figures in a procession moving to the church bells in *Ave Maria*. The two images above are final frames from the *Clare de Lune* sequence that was ultimately cut from the film. It was a beautiful and languid piece that Walt Disney wanted to be more about the background art and less about animation. It was meant to be a respite between more active sequences.

Dave Bossert
Producer/Creative Director
Walt Disney Animation Studios

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Walt Disney Records

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